

STATE OF WASHINGTON
DEPARTMENT OF FINANCIAL INSTITUTIONS
SECURITIES DIVISION

IN THE MATTER OF DETERMINING
Whether there has been a violation of the
Securities Act of Washington by:

CULINARY COMMUNION, LLC;
GABRIEL CLAYCAMP; and
HEIDI KENYON,

Respondents.

Order Number S-04-026-04-TO01

SUMMARY ORDER TO CEASE AND
DESIST, AND NOTICE OF INTENT TO
IMPOSE FINES AND
ORDER AFFIRMATIVE RELIEF

THE STATE OF WASHINGTON TO:

Culinary Communion, LLC
Gabriel Claycamp
Heidi Kenyon

STATEMENT OF CHARGES

Please take notice that the Securities Administrator of the state of Washington has reason to believe that Respondents, Culinary Communion, LLC; Gabriel Claycamp; and Heidi Kenyon have each violated the Securities Act of Washington ("Securities Act") and that their violations justify the entry of an Order of the Securities Administrator under RCW 21.20.390 against each to cease and desist from such violations and under RCW 21.20.395 to impose fines. The Securities Administrator finds that delay in ordering the Respondents to cease and desist from such violations would be hazardous to investors and to the public and that a Summary Order to Cease and Desist should be entered immediately. The Securities Administrator finds as follows:

SUMMARY ORDER TO CEASE AND DESIST AND
NOTICE OF INTENT TO IMPOSE FINES AND ORDER
AFFIRMATIVE RELIEF

1

DEPARTMENT OF FINANCIAL INSTITUTIONS
Securities Division
PO Box 9033
Olympia, WA 98507-9033
360-902-8760

1 **TENTATIVE FINDINGS OF FACT**

2 Respondents

3 1. Culinary Communion, LLC ("Culinary Communion") is a Washington limited
4 liability company with a principal place of business at 4122 SW Southern St., Seattle, WA
5 98136-2344.

6 2. Gabriel Claycamp ("Claycamp") is Director of Operations of Culinary
7 Communion.

8 3. Heidi Kenyon ("Kenyon") is Director of Communications of Culinary
9 Communion. Kenyon is married to Claycamp and resides with him in Seattle, Washington.
10

11 Nature of the Offering

12 4. Culinary Communion operates as a school for the culinary arts, offering classes
13 in Seattle, Washington. Culinary Communion maintains a website located at
14 www.culinarycommunion.com, that is available to residents of Washington. As of January
15 2004, the website included a link labeled "Invest in Us" that encouraged interested persons to
16 contact the company by telephone or email.

17 5. In January 2004, a Washington resident contacted Culinary Communion by
18 email, and requested information about investing with the company. Kenyon subsequently sent
19 offering and promotional materials to the resident, including an unsigned convertible
20 promissory note, and correspondence from Claycamp and Kenyon.
21

22 6. In February 2004, Kenyon spoke to a Washington resident by telephone and
23 offered to sell him a convertible promissory note on behalf of Culinary Communion. Kenyon
24 stated that a \$25,000 investment would earn 10% interest per year for five years, payable on a
25

1 quarterly basis. Offering materials provided to the resident stated that an investment of \$5,000
2 would generate a return of 50% over five years.

3 7. On February 4, 2004, the Pennsylvania Securities Commission issued a Summary
4 Order to Cease and Desist against Culinary Communion, Claycamp, and Kenyon to halt the offer
5 and sale of unregistered securities in Pennsylvania.

6 Misrepresentations and Omissions

7 8. In the offer and sale of the Culinary Communion convertible promissory notes,
8 Respondents failed to disclose material information, including, but not limited to, the specific use
9 of investor proceeds, their experience and track record in investment programs, the basis and
10 source of payment for the projected returns on the investment, and the compensation Claycamp
11 and Kenyon would receive.

12 9. Respondents also failed to disclose the risks of the investment and misrepresented
13 the safety and risk involved in the investment. The offering materials distributed by the
14 Respondents contained no discussion of the risk factors involved in the investment. The
15 Respondents also distributed a business plan that described Culinary Communion as a "low-
16 risk" investment. When asked about risk factors, Kenyon told a Washington resident that risk
17 was "almost nil."
18

19 Registration Status

20 10. The offering of Culinary Communion convertible promissory notes is not
21 currently and has not previously been registered under the Securities Act and no notification of
22 exemption is on file with the Securities Administrator of the State of Washington.
23
24
25

1 11. Neither Claycamp, nor Kenyon, is currently registered as a securities
2 salesperson or broker-dealer in the State of Washington and neither has previously been so
3 registered.

4 Based upon the Tentative Findings of Fact, the following Conclusions of Law are made:
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6
7 **CONCLUSIONS OF LAW**

8 1. The offer and/or sale of Culinary Communion convertible promissory notes by
9 Respondents, as set forth in the above in the Tentative Findings of Fact, constitutes the offer
10 and/or sale of a security, as defined in RCW 21.20.005(10) and (12).

11 2. Culinary Communion, Claycamp, and Kenyon have each violated RCW
12 21.20.010 because, in connection with the offer or sale of Culinary Communion convertible
13 promissory notes, they each made untrue statements of material fact or omitted to state material
14 facts necessary in order to make the statements made, in the light of the circumstances under
15 which they were made, not misleading.

16 3. Culinary Communion, Claycamp, and Kenyon have each violated RCW
17 21.20.140, the securities registration provision of the Securities Act, because they offered and/or
18 sold securities for which there was no registration on file with the Securities Administrator, and it
19 appears that they do not otherwise qualify for an exemption from registration.
20

21 4. Claycamp and Kenyon have each violated RCW 21.20.040, the salesperson
22 registration provision of the Securities Act, because they offered and/or sold Culinary
23 Communion convertible promissory notes while not registered as securities salespersons or
24 broker/dealers in the State of Washington.

1 Dated and Entered this 11th day of June, 2004

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3 

4 Michael E. Stevenson
5 Michael E. Stevenson
6 Securities Administrator

7 Approved by:

8 

9 Martin Cordell
10 Martin Cordell
11 Chief of Enforcement

12 Presented by:

13 

14 Robert Kondrat
15 Robert Kondrat
16 Financial Legal Examiner